

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

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<b>In re:</b>	)	<b>Chapter 11</b>
	)	
<b>W.R. GRACE &amp; CO., <u>et al.</u>,</b>	)	<b>Case No. 01-1139 (KJC)</b>
	)	<b>Jointly Administered</b>
	)	
<b>Debtors.</b>	)	<b>Objection Date: November 4, 2013 at 4:00 p.m.</b>
	)	<b>Hearing: Scheduled if Necessary (Negative Notice)</b>

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**NOTICE OF FILING OF FORTY-FOURTH MONTHLY INTERIM  
APPLICATION OF LINCOLN PARTNERS ADVISORS LLC,  
FINANCIAL ADVISOR TO DAVID T. AUSTERN,  
FORMER ASBESTOS PI FUTURE CLAIMANTS' REPRESENTATIVE**

TO: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Unsecured Creditors; (5) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (6) Counsel to the Official Committee of Asbestos Property Damage Claimants; (7) Counsel to the Official Committee of Equity Holders; (8) Counsel to the Debtors-in-Possession Lender; and (9) the Fee Auditor

Lincoln Partners Advisors LLC (“Lincoln”), financial advisor to David T. Austern, the Former Asbestos PI Future Claimants' Representative (the “FCR”),<sup>1</sup> has filed and served its Forty-Fourth Monthly Application of Lincoln for Compensation for Services Rendered and Reimbursement of Expenses as financial advisor to the FCR for the time period April 1, 2013

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<sup>1</sup> Mr. Austern died on May 16, 2013. This Application covers the time period prior to his death from April 1-30, 2013. On May 24, 2013, the Debtors filed a motion seeking the appointment of Roger Frankel as the successor FCR [Dkt. No. 30671]. On May 29, 2013, the Court entered an interim order [Dkt. No. 30681], which was amended on May 30, 2013 [Dkt. No. 30689], and which became final by its terms on June 14, 2013 [Dkt. No. 30756], appointing Roger Frankel as the successor FCR *nunc pro tunc* to May 16, 2013. On June 5, 2013, Mr. Frankel, the successor FCR, filed an application with the Court seeking authority to employ Lincoln as his financial advisor *nunc pro tunc* to May 16, 2013 [Dkt. No. 30718], which was granted by Order dated July 31, 2013 [Dkt. No. 30902].

through April 30, 2013 seeking payment of fees in the amount of \$28,000.00 (80% of \$35,000.00) and expenses in the amount of \$73.19 for a total of \$28,073.19 (the “Application”)

This Application is submitted pursuant to the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Professionals and Official Committee Members signed April 17, 2002, amending the Court’s Administrative Order Pursuant to Sections 105(a) and 331 of the Bankruptcy Code Establishing Procedures for Allowance and Payment of Monthly Interim Compensation and Reimbursement of Expenses of Professionals, entered May 3, 2001 (collectively, the “Administrative Order”).

Objections or responses to the Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, Marine Midland Plaza, 824 Market Street, Fifth Floor, Wilmington, DE 19801, on or before **November 4, 2013 at 4:00 p.m., Eastern Time.**

At the same time you must also serve a copy of the objections or responses, if any, upon the following: (i) financial advisor to the FCR, Jason Solganick, Lincoln Partners Advisors LLC, 360 Madison Avenue, 21<sup>st</sup> Floor, New York, NY 10017; (ii) co-counsel to the FCR, Richard H. Wyron, Esquire, Orrick, Herrington & Sutcliffe LLP, 1152 15th Street, NW, Washington, DC 20005; (iii) co-counsel to the FCR, John C. Phillips, Esquire, Phillips, Goldman & Spence, P.A., 1200 North Broom Street, Wilmington, DE 19806; (iv) co-counsel to the Debtors, John Donley, Esquire, and Adam Paul, Esquire, Kirkland & Ellis, LLP, 300 North LaSalle, Chicago, IL 60654 and Laura Davis Jones, Esquire, Pachulski Stang Ziehl & Jones LLP, 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705; (v) co-counsel to the Official

Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038-4982 and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, DE 19801-1659; (iv) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Baena, Price & Axelrod, 1450 Brickell Avenue, 23<sup>rd</sup> Floor, Miami, FL 33131-3456 and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351, Wilmington, DE 19899; (v) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Rita C. Tobin, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21<sup>st</sup> Floor, New York, NY 10022-6000 and Marla R. Eskin, Esquire, Mark T. Hurford, Esquire, Kathleen Campbell Davis, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, DE 19801; (vi) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins, Sears Tower, Suite 5800, Chicago, IL 60606 and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. Box 25130, Wilmington, DE 19899; (vii) counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, NY 10022; (viii) the Office of the United States Trustee, ATTN: Richard Schepecarter, Esquire, 844 N. King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801; and (ix) the Fee Auditor, Warren H. Smith, Warren H. Smith and Associates, 2235 Ridge Road, Suite 105, Rockwall, TX 75087.

Any questions regarding this Notice or attachments may be directed to undersigned counsel.

ORRICK, HERRINGTON & SUTCLIFFE LLP

By:/S/ DEBRA L. FELDER

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—and—

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*Co-Counsel to Roger Frankel,  
Successor Asbestos PI Future Claimants' Representative*

Dated: October 15, 2013